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IKANO Communications, Inc.

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF UTAH
CENTRAL DIVISION**

BRANDYWINE COMMUNICATIONS
TECHNOLOGIES, LLC,

Plaintiff,

v.

IKANO COMMUNICATIONS, INC.,

Defendant.

Case No. 2:12-CV-1214-DN
District Judge David Nuffer

DECLARATION OF JOHN N. ZARIAN

I, John N. Zarian, declare as follows:

1. I am duly licensed to practice law in the State of Utah and before this Court, and I am a shareholder with the law firm of Parsons Behle & Latimer. I am an attorney of record for defendant IKANO Communications, Inc. (“IKANO”) in the above-referenced action.

2. I make this declaration based upon my own personal knowledge. If called upon, I could and would testify competently and truthfully to the factual matters set forth herein.

Brandywine’s Suits for Infringement of the Asserted Patents

3. The complaint filed in this case by Brandywine Communications Technologies, Inc. (“Brandywine”) asserts claims for patent infringement against IKANO involving one or more claims of six asserted patents: U.S. Patent Nos. 5,206,854 (the ‘854 Patent), 5,251,328 (the ‘328 Patent), 5,812,537 (the ‘537 Patent), 5,828,657 (the ‘657 Patent), 6,970,501 (the ‘501 Patent), and 7,894,472 (the ‘472 Patent) (collectively, the “Asserted Patents”).

4. According to federal court records, Brandywine has filed more than 70 lawsuits alleging infringement of the Asserted Patents. Attached as **Exhibit 1** are true and correct lists of patent infringement lawsuits filed by Brandywine as to each of the Asserted Patents.

5. Attached as **Exhibit 2** is a true and correct copy of the Complaint for Patent Infringement filed by Brandywine in the Middle District of Florida against AT&T Inc., Verizon Communications, Inc. and EarthLink, Inc. on August 12, 2011, Case No. 6:11-cv-1344.

6. Attached as **Exhibit 3** is a true and correct copy of the court’s February 17, 2012 order severing Brandywine’s claims in the foregoing Case No. 6:11-cv-1344, and ordering Brandywine to file new complaints against AT&T, Verizon, and EarthLink.

7. Attached as **Exhibit 4** is a true and correct copy of Brandywine's Complaint for Patent Infringement filed in the Middle District of Florida against AT&T Corp. and SBC Internet Services, Inc. on February 21, 2012, Case No. 6:12-cv-283 (the "AT&T Case").

8. Attached as **Exhibit 5** is a true and correct copy of the Complaint for Patent Infringement filed by Brandywine in the Middle District of Florida against Verizon Communications, Inc. on February 21, 2012, Case No. 6:12-cv-284 (the "Verizon Case").

9. Attached as **Exhibit 6** is a true and correct copy of the Complaint for Patent Infringement filed by Brandywine in the Middle District of Florida against EarthLink, Inc. on February 21, 2012, Case No. 6:12-cv-285 (the "EarthLink Case").

10. Attached as **Exhibit 7** is a true and correct copy of the Complaint for Patent Infringement filed by Brandywine in the Middle District of Florida against CenturyLink, Inc. and CenturyTel Broadband Services, LLC on February 21, 2012, Case No. 6:12-cv-286 (the "CenturyTel Case").

11. Attached as **Exhibit 8** is a true and correct copy of Brandywine's First Amended Complaint for Patent Infringement filed in the Middle District of Florida against CenturyTel Broadband Services, LLC and Qwest Corporation on April 3, 2012 in the CenturyTel Case.

12. Attached as **Exhibit 9** is a true and correct copy of Defendants AT&T Corp. and SBC Internet Services, Inc.'s Answer and Counterclaim to Brandywine Communications Technologies LLC's Complaint for Patent Infringement, filed on March 13, 2012 in the AT&T Case.

13. Attached as **Exhibit 10** is a true and correct copy of Defendants' Answer, Affirmative Defenses, and Counterclaims to Plaintiff's First Amended Complaint for Patent Infringement, filed on April 12, 2012 in the CenturyTel Case.

14. Attached as **Exhibit 11** is a true and correct copy of the Amended Minute Order and Case Management Order, entered on August 29, 2012 in the AT&T Case, now pending in the Northern District of California.

15. Attached as **Exhibit 12** is a true and correct copy of a list of Deadlines and Hearings in the CenturyTel Case.

16. Attached as **Exhibit 13** is a true and correct copy of Defendant CenturyTel Broadband Services, LLC's and Qwest Corporation's Opening Claim Construction Brief, filed in the CenturyTel Case on November 19, 2012.

17. Attached as **Exhibit 14** is a true and correct copy of the Clerk's Minutes from the January 31, 2013 Claim Construction Hearing in the CenturyTel Case.

IKANO's Right to Provide DSL Modems

18. RPX Corporation ("RPX") purports be in the business of helping companies "reduce patent-related risk and expense" by acquiring patent assets and licensing them to members who pay annual membership fees. A true and correct excerpt of RPX's Form 10-K filed with the Securities and Exchange Commission is attached as **Exhibit 15**. According to the RPX website (www.rpxcorp.com), its current membership includes Broadcom Corporation ("Broadcom"), which is a semiconductor company. A true and correct printout of an RPX webpage accessed on March 15, 2013 – listing Broadcom as one of its "select clients" – is attached as **Exhibit 16**.

19. The complaint in this action was filed by Plaintiff on December 31, 2013. I am informed and believe that, as of that date, RPX had acquired rights to each of the Asserted Patents, which rights would have inured to benefit of the past and future benefit of its members, including Broadcom. (*See* Declarations of A.J. Wang and John Castreje filed herewith.)

20. In February 2013, on behalf of IKANO, I advised Brandywine's counsel that the modems IKANO shipped to its customers from January 1, 2007 to the present are supplied to IKANO by D-Link Systems, Inc. and Comtrend Corporation. I also informed Brandywine's counsel that those modems include chipsets manufactured or supplied by Broadcom and, upon information and belief, that Broadcom is a licensee of the Asserted Patents.

21. Based upon the foregoing and the allegations in the complaint, as well as the continuing pendency of this matter, it is my understanding that Brandywine's infringement theories extend beyond the chipsets contained in the DSL modems.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct. Executed this 15th day of March, 2013, at Boise, Idaho.

/s/ John N. Zarian
John N. Zarian

CERTIFICATE OF SERVICE

I HEREBY CERTIFY that on the 15th day of March, 2013, I electronically filed the foregoing document with the Clerk of the Court, using the CM/ECF system, which automatically sent email notification of such filing to all counsel who have entered an appearance in this action.

/s/ John N. Zarian

John N. Zarian

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